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*Proposed Counsel for Debtors and  
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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:  
Powin, LLC, *et al.*,<sup>1</sup>  
Debtors.

Chapter 11  
Case No. 25-16137 (MBK)  
(Jointly Administered)

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [22495]; and (ix) Powin Energy Operating, LLC [6487]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

**NOTICE OF AMENDED FILING DATE FOR  
STALKING HORSE APA, FILING OF AMENDED ORDER APPROVING  
BIDDING PROCEDURES ORDER AND AMENDED BIDDING PROCEDURES**

**PLEASE TAKE NOTICE** that on July 1, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed their *Motion of the Debtors for Entry of an Order (I) Designating a Stalking Horse Bidder and Approving Stalking Horse Bidder Protections (II) Approving Bidding Procedures by Which Interested Parties May Bid and an Auction Sale Format in Connection with the Sale of Substantially All of the Debtors’ Assets, (III) Approving Form of Asset Purchase Agreement, (IV) Approving Form of Notice to be Provided to Interested Parties, (V) Authorizing the Assumption and Assignment of Assumed Contracts and Notice Procedures Thereto, (VI) Scheduling a Court Hearing to Consider Approval of the Sale to the Highest and Best Bidder, and (VII) Authorizing the Sale of Debtors’ Property Free and Clear of All Causes of Action and Claims* (the “Bidding Procedures Motion”) [Docket No. 228]. Attached as Exhibit A to Bidding Procedures Motion was a proposed order (the “Bidding Procedures Order”) and proposed bidding procedures (the “Bidding Procedures”), which were Exhibit 1 to the Bidding Procedures Order [Docket No. 228-1].

**PLEASE TAKE FURTHER NOTICE** that the *Interim Order (I) Authorizing the Debtors to Obtain Postpetition Operational Cash Flow Financing; (II) Granting Liens and Providing Superpriority Administrative Expense Claims; (III) Modifying the Automatic Stay; (IV) Scheduling a Final DIP Hearing; and (V) Granting Related Relief* (the “DIP Order”) [Docket No. 169] requires that the Debtors provide the DIP Lender a right of first refusal to act as the stalking horse bidder in connection with the sale of the Debtors’ assets. The Debtors have provided the DIP Lender such right of first refusal.

**PLEASE TAKE FURTHER NOTICE** that the Debtors are continuing to negotiate the form Stalking Horse APA. As a consequence, the Debtors are extending the deadline to file the Stalking Horse APA to July 4, 2025.

**PLEASE TAKE FURTHER NOTICE** that the Debtors have revised the Bidding Procedures Order and Bidding Procedures to reflect certain changes arising in connection with the ongoing negotiations of the Stalking Horse APA. A true and correct copy of the revised Bidding Procedures Order, which attaches the revised Bidding Procedures as Exhibit 1, is attached hereto as **Exhibit A**.

**PLEASE TAKE FURTHER NOTICE** that a true and correct copy of a redline reflecting the changes made to the version of the Bidding Procedures Order and Bidding Procedures that were filed with the Court is attached hereto as **Exhibit B**.

*[Signature page to follow]*

Dated: July 3, 2025

**DENTONS US LLP**

/s/ Lauren Macksoud

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